

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Digicel Group Holdings Limited¹

Debtor in a Foreign Proceeding

Case No. 23-11479 (JPM)

Chapter 15

**ORDER PURSUANT TO FED. R. BANKR. P. 2002 AND 9007
SCHEDULING RECOGNITION HEARING AND
SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE**

Upon the motion (the “**Motion**”)² of Lawrence Hickey, in his capacity as the authorized foreign representative (the “**Foreign Representative**”) of Digicel Group Holdings Limited (the “**Debtor**”), pursuant to sections 1514 and 1515 of the Bankruptcy Code, Bankruptcy Rules 1012(b), 2002(m), 2002(p), 2002(q) and 9007, and Local Rules 9013-1(b) and 9014-2, for entry of an order (a) setting the time and date for the hearing on the relief sought in the Motion for Recognition (the “**Recognition Hearing**”), (b) setting the deadline by which any objections to the Motion for Recognition (“**Objections**”) must be received, (c) setting the deadline by which any responses to Objections must be received, (d) approving the form of notice of the Recognition Hearing attached hereto as Exhibit 1 (the “**Hearing Notice**”), (e) approving the manner of service of the Hearing Notice described herein, (f) approving the manner of service of any further pleadings that the Foreign Representative files in this Chapter 15 Case and (g) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the

¹ The Debtor in this chapter 15 case (the “**Chapter 15 Case**”), and the Debtor’s registration number, are: Digicel Group Holdings Limited (55491). The Debtor’s registered office and mailing address are Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. § 1410; and notice of the Motion having been given as provided in the Motion, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice need be provided; and upon the record of all of the proceedings had before this Court; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor, its estates, its creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. The Recognition Hearing shall be held before this Court in person on **October 10, 2023 at 10:00 a.m. (prevailing Eastern Time)** before the Honorable John P. Mastando III of the United States Bankruptcy Court for the Southern District of New York, Courtroom 501, One Bowling Green, New York, New York 10004-1408.
3. Any Objection must be made in accordance with the Bankruptcy Code, the Local Rules, and the Bankruptcy Rules, in a writing that sets forth the basis for such Objection with specificity and the nature and extent of the respondent's claims against the Debtor. Any such Objection must be filed electronically with the Court on the Court's electronic case filing system in accordance with and except as provided in General Order M-399 (a copy of which may be viewed on this Court's website at www.nysb.uscourts.gov) and the Court's procedures for the filing, signing and verification of documents by electronic means, and served upon the Foreign

Representative's counsel, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Timothy Graulich, Darren S. Klein, Stephen D. Piraino, and Richard J. Steinberg), so as to be **received** by **4:00 p.m. (prevailing Eastern Time) on October 2, 2023** (the "**Objection Deadline**"), with a hard copy served upon the Chambers of the Honorable John P. Mastando III, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408.

4. Any responses to Objections must be filed electronically with the Court on the Court's electronic case filing system in accordance with and except as provided in General Order M-399 (a copy of which may be viewed on this Court's website at www.nysb.uscourts.gov) and the Court's procedures for the filing, signing and verification of documents by electronic means, and served upon the objecting party by **4:00 p.m. (prevailing Eastern Time) on October 5, 2023** (the "**Reply Deadline**"). If no response or objection is timely filed and served as provided above, this Court may grant the relief requested by the Foreign Representative without further notice or hearing.

5. The Recognition Hearing may be adjourned from time to time without further notice other than a notice of adjournment on the docket in the Chapter 15 Case or an announcement in open court of the adjourned date or dates of any further adjourned hearing.

6. The Recognition Hearing shall be an evidentiary hearing at which witnesses may testify. With the permission of the Court, only parties in interest, their attorneys and witnesses may attend hearings by Zoom at which evidence is expected to be received. Any person or entity that is permitted to attend the hearing by Zoom must certify that they are appearing in a permitted capacity by registering their appearance in the Electronic Appearance portal located on the Court's website at: <http://www.nysb.uscourts.gov/ecourt-appearances>. Appearances must be entered no

later than **4 PM, the business day before the hearing, prevailing Eastern Time**. The public, including members of the media, may only attend evidentiary hearings in the courthouse, not remotely. This change in practice regarding evidentiary hearings reflects the policies of the Judicial Conference of the United States that became effective on September 22, 2023.

7. The form of Hearing Notice, substantially in the form attached hereto as Exhibit 1, is hereby approved. The Foreign Representative may fill in any missing dates and other information as ordered by this Court, correct any typographical errors, conform the provisions thereof to the provisions of this Order and make such other and further non-material, non-substantive changes to the form of Hearing Notice as the Foreign Representative deems necessary or appropriate.

8. Copies of the Notice Documents, including all exhibits thereto, shall be served (a) by electronic mail to the extent email addresses are available and otherwise by United States mail, overnight or first-class postage prepaid, upon the Notice Parties listed in Exhibit 2 attached hereto, (b) by the Information Agent upon the Noteholders through the banks and brokerage firms holding the Notes through DTC or such firm's nominee representative, with sufficient copies and instructions to forward such documents to the Noteholders within three business days following entry of this Order (provided that such exhibits may be served on a widely accessible digital media storage format at the election of the Foreign Representative) and (c) cause the Notice Documents to be published on the Case Website.

9. The Information Agent shall serve any further pleadings by the Foreign Representative in this Chapter 15 Case on the Notice Parties and upon Noteholders through the banks and brokerage firms holding Notes through DTC or such firm's nominee representative, with sufficient copies and instructions to forward such documents to the Noteholders.

10. If any party files a notice of appearance in the Chapter 15 Case, the Foreign Representative shall serve a copy of the Notice Documents on such party or its counsel within three business days following the filing of such notice of appearance if such documents have not already been served on such party (or its counsel).

11. The notice requirements in section 1514(c) of the Bankruptcy Code are inapplicable in the context of this case and are hereby waived.

12. Service in accordance with this Order is hereby approved and constitutes good and sufficient service and notice on all interested parties of the relief requested in the Motion for Recognition, the Recognition Hearing date, the Objection Deadline and Reply Deadline. Notice in accordance with this Order satisfies the requirements of the Bankruptcy Code and the Bankruptcy Rules, including Bankruptcy Rules 2002(p) and (q). No other or further notice is required.

13. The Foreign Representative is authorized to take all action necessary to carry out this Order.

14. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

15. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and enforcement of this Order.

Dated: September 22, 2023
New York, New York

/S/ John P. Mastando III
Honorable John P. Mastando III
United States Bankruptcy Judge

Exhibit 1

Hearing Notice

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Digicel Group Holdings Limited¹

Debtor in a Foreign Proceeding

Chapter 15

Case No. 23-11479 (JPM)

**NOTICE OF PETITION FOR RECOGNITION OF
FOREIGN PROCEEDING AND MOTION FOR AN ORDER GRANTING
RECOGNITION OF A FOREIGN PROCEEDING AND RELATED RELIEF**

PLEASE TAKE NOTICE that on September 11, 2023, Lawrence Hickey, in his capacity as the authorized foreign representative (the “**Foreign Representative**”) of Digicel Group Holdings Limited, a corporation incorporated in Bermuda (the “**Debtor**”) which is subject to the scheme of arrangement under section 99 of the Bermuda Companies Act (the “**Scheme**”), pending before the Supreme Court of Bermuda, Civil Jurisdiction (Commercial Court) (the “**Bermuda Court**”), 2023: No. 282 (the “**Bermuda Proceeding**”), filed, among other things, a voluntary petition for relief under chapter 15 of title 11 of the United States Code (the “**Bankruptcy Code**”) for the Debtor and the *Motion for (I) Recognition of Foreign Proceeding, (II) Recognition of Foreign Representative, (III) Recognition of Sanction Order and Related Scheme, and (IV) Related Relief Under Chapter 15 of the Bankruptcy Code* [ECF No. 3] (the “**Motion for Recognition**”)² with the United States Bankruptcy Court for the Southern District of New York (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that, among other things, the Motion for Recognition requests entry of an order recognizing the Scheme Proceeding as a foreign proceeding pursuant to section 1517 of the Bankruptcy Code, granting related relief pursuant to section 1520 of the Bankruptcy Code, and granting certain additional relief pursuant to sections 1507 and 1521 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the Court has scheduled a hearing to consider the relief requested in the Motion for Recognition (the “**Recognition Hearing**”) at **10:00 a.m. (prevailing Eastern Time) on October 10, 2023.** The Recognition Hearing will be held in person before the Honorable John P. Mastando III of the United States Bankruptcy Court for the Southern District of New York, Courtroom 501, One Bowling Green, New York, New York 10004-1408. The Recognition Hearing will be an evidentiary hearing at which witnesses may testify. With the permission of the Court, only parties in interest, their attorneys and witnesses may attend hearings by Zoom at which evidence is expected to be received. Any person or entity

¹ The Debtor in this chapter 15 case (the “**Chapter 15 Case**”), and the Debtor’s registration number, are: Digicel Group Holdings Limited (55491). The Debtor’s registered office and mailing address are Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion for Recognition.

that is permitted to attend the hearing by Zoom must certify that they are appearing in a permitted capacity by registering their appearance in the Electronic Appearance portal located on the Court's website at: <http://www.nysb.uscourts.gov/ecourt-appearances>. Appearances must be entered no later than **4 PM, the business day before the hearing, prevailing Eastern Time.**

The public, including members of the media, may only attend evidentiary hearings in the courthouse, not remotely. This change in practice regarding evidentiary hearings reflects the policies of the Judicial Conference of the United States that became effective on September 22, 2023.

PLEASE TAKE FURTHER NOTICE that any objection to the Motion for Recognition (“**Objections**”) must be made in accordance with the Bankruptcy Code, the Local Rules of the United States Bankruptcy Court for the Southern District of New York, and the Bankruptcy Rules, in a writing that sets forth the basis for such objection with specificity and the nature and extent of the respondent's claims against the Debtors. Any such objection must be filed electronically with the Court on the Court's electronic case filing system in accordance with and except as provided in General Order M-399 (a copy of which may be viewed on this Court's website at www.nysb.uscourts.gov) and the Court's procedures for the filing, signing and verification of documents by electronic means, and served upon the Foreign Representative's counsel, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Timothy Graulich, Darren S. Klein, Stephen D. Piraino, and Richard J. Steinberg), so as to be **received by 4:00 p.m. (prevailing Eastern Time) on October 2, 2023**, with a hard copy served upon the Chambers of the Honorable John P. Mastando III, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408.

PLEASE TAKE FURTHER NOTICE that any responses to Objections must be filed electronically with the Court on the Court's electronic case filing system in accordance with and except as provided in General Order M-399 (a copy of which may be viewed on this Court's website at www.nysb.uscourts.gov) and the Court's procedures for the filing, signing and verification of documents by electronic means, and served upon the objecting party by **4:00 p.m. (prevailing Eastern Time) on October 5, 2023**. If no objection is timely filed and served as provided above, the Court may grant the relief requested in the Motion for Recognition without a hearing or further notice.

PLEASE TAKE FURTHER NOTICE that any party in interest objecting to the Motion for Recognition or the relief requested therein must appear telephonically (or in person, as applicable) at the Recognition Hearing.

PLEASE TAKE FURTHER NOTICE that the Recognition Hearing may be adjourned from time to time without further notice other than an announcement in open court or a notice of adjournment filed with the Court.

PLEASE TAKE FURTHER NOTICE that pursuant to Local Rule 2002-4, at the Recognition Hearing the Court may order the scheduling of a case management conference to consider the efficient administration of this Chapter 15 Case.

PLEASE TAKE FURTHER NOTICE that it is anticipated that the Court may communicate directly with, or request information or assistance directly from, the Bermudan Court and/or the Foreign Representative pursuant to section 1525 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that copies of the Motion for Recognition and all other documents filed in this case can be accessed from the Court's website, <http://ecf.nysb.uscourts.gov> (a PACER login and password are required to retrieve documents) or free of charge by visiting the Information Agent's website at <https://dm.epiq11.com/DGHL>.

PLEASE TAKE FURTHER NOTICE that this announcement is not an offer for sale of securities in the United States. Securities may not be offered or sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended.

Dated: [●], 2023
New York, New York

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New York, New York 10017
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Facsimile: (212) 701-5800
Timothy Graulich, Esq.
Darren S. Klein, Esq.
Stephen D. Piraino, Esq.
Richard J. Steinberg, Esq.

Counsel to the Foreign Representative

Exhibit 2

Notice Parties

**Notice Parties
(as of September 12, 2023)**

Debtor

Digicel Group Holdings Limited
Clarendon House, 2 Church Street
Hamilton HM 11 Bermuda

The Foreign Representative

Lawrence Hickey
Clarendon House, 2 Church Street
Hamilton HM 11 Bermuda

Counsel to the Foreign Representative and the Debtor

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450 Lexington Avenue
New York, NY 10017
Attention: Timothy Graulich, Darren S. Klein, Stephen D. Piraino, and Richard J. Steinberg
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richard.steinberg@davispolk.com

Counsel to the Crossover Ad Hoc Group

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Facsimile: (212) 757-3990
Attention: Andrew N. Rosenberg, Elizabeth McColm, and Brian Bolin
arosenberg@paulweiss.com
emccolm@paulweiss.com
bbolin@paulweiss.com

Akin Gump LLP
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London, E1 6EG
Attention: James Terry, Emma Simmonds
akin-digicel@akingump.com

Counsel to DGHL Ad Hoc Group

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London EC4A 1AY United Kingdom
Attention: Neil Devaney and Gemma Sage
neil.devaney@weil.com
gemma.sage@weil.com
WeilProjectHydra@weil.com

Weil, Gotshal & Manges LLP
767 5th Ave
New York, NY 10153-0119
Attention: Matthew S. Barr, Eric Einhorn, Ryan Rolston
matt.barr@weil.com
eric.einhorn@weil.com
ryan.rolston@weil.com

Indenture Trustee

Foley & Lardner LLP
321 N. Clark Street, Suite 3000
Chicago, IL 60654-4762
Attention: Harold L. Kaplan
hkaplan@foley.com

Information Agent for the Debtor

Epiq Corporate Restructuring, LLC
777 Third Avenue, 12th Floor
New York, NY 10017
Attention: Digicel
digicel@epiqglobal.com

Securities and Exchange Commission

SEC Headquarters
100 F Street, NE
Washington, DC 20549
Attention: Legal Division

and

New York Regional Office
3 World Financial Center, Suite 400
New York, NY 10281
Attention: Legal Division

Financial Industry Regulatory Authority (FINRA)

1735 K Street
Washington, D.C., 20006

The Depository Trust Company (DTC) and its nominee Cede & Co.

140 58th Street
Brooklyn, NY 11220

The Depository Trust and Clearing Corporation (DTCC)

Reorganization Announcements Department
The Depository Trust Company
Attn: Mandatory Announcements-Legal Notice
570 Washington Blvd., 4th Floor
Jersey City, NJ 07310
legalandtaxnotices@dtcc.com

Office of the United States Trustee

Office of the United States Trustee - SDNY
Department of Justice
One Bowling Green, Room 534
New York, New York 10004
Attention: Tara Tiantian
tara.tiantian@usdoj.gov